

DECLARATION AND POWER OF ATTORNEY
(Joint Inventors)

We, **Marc-David Cohen** and **Judith Tyler Parks**, hereby declare that we are, respectively, a citizen of the United States of America, residing at 5225 Old Woods Road, Hillsborough, North Carolina 27278; a citizen of the United States of America, residing at 5121 Rina Court, Cary, North Carolina 27511;

that we have reviewed and understand the content of the attached specification, including the claims (Jones, Day, Reavis & Pogue Docket No. 343355600017), and we believe that we are the original, first, and joint inventors of the subject matter which is claimed therein and for which a patent is sought on the invention or discovery entitled

CROSS-SELLING OPTIMIZER

and that we acknowledge our duty to disclose information of which we are aware which is material to the examination or patentability of this application, in accordance with Title 37, Code of Federal Regulations, Section 1.56(a).

We hereby claim priority from U.S. provisional application Serial No. 60/207,609, filed May 26, 2000.

We hereby designate the following as our mailing address and telephone number:

John V. Biernacki
Jones Day, Reavis & Pogue
North Point
901 Lakeside Avenue
Cleveland, Ohio 44114
(216) 586-3939

and appoint each of the following as our attorneys with full power of substitution and revocation, to prosecute this application and to transact all business in the Patent and Trademark Office connected therewith:

Kenneth R. Adamo, Registration No. 27,299; Barbara Arndt, Registration No. 37,768; John V. Biernacki, Registration No. 40,511; David B. Cochran, Registration No. 39,142; Regan J. Fay, Registration No. 26,878; F. Drexel Feeling, Registration No. 40,602; Calvin P. Griffith, Registration No. 34,831; Warren M. Haines, Registration No. 40,632; David M. Maiorana, Registration No. 41,449; Shawn A. McClintic, Registration No. 45, 856; Timothy J. O'Hearn, Registration No. 31,552; Stephen D. Scanlon, Registration No. 32,755; Jenny L. Sheaffer, Registration No. 45,099; H. Duane Switzer, Registration No. 22,431; Michael W. Vary, Registration No. 30,811; and James L. Wamsley, III, Registration No. 31,578

all having the above-designated address.

We further declare that all statements made herein of our own knowledge are true and that all statements made on information and belief are believed to be true; and further that these statements were made with the knowledge that willful false statements and the like so made are punishable by fine or imprisonment, or both, under Section 1001 of Title 18 of the United States Code, and that such willful false statements may jeopardize the validity of the application or any patent issuing thereon.

Marc-David Cohen Date 12/12/00

MARC-DAVID COHEN

Post Office Address: 5225 Old Woods Road
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Judith Tyler Parks Date 12/12/00

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